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April 24, 1990

0-115A034

Secretary
Interstate Commerce Commission
Washington, D.C.

RECORDATION NO. 16847 FILED 1425

APR 25 1990 - 2:45 PM

INTERSTATE COMMERCE COMMISSION

Dear Madam:

Enclosed for recordation pursuant to the provisions of Section §11303(a) of Title 49 of the United States Code and the rules and regulations thereunder are two (2) executed counterparts of a Bill of Sale dated as of April 23, 1990.

A general description of the railroad equipment covered by by the enclosed document is:

<u>DESIGNATION</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>CAR NUMBERS</u>
	125 ton articulated double stack container cars-Maxi-Stack III	15	SP 513476- 513490, inclusive.

The names and addresses of the parties to the enclosed document are:

BUYER: Westinghouse Credit Corporation
One Oxford Centre
Pittsburgh, PA 15219

SELLER: Gunderson, Inc.
4350 NW Front Street
Portland, OR 97210

A fee of \$ 15.00 is enclosed. Please return the originals and any copies not needed by the Commission for recordation to me.

A short summary of the document to appear in the Index follows:

Victoria Burton
Cheryl P...

Bill of Sale from Gunderson, Inc., to Westinghouse Credit Corporation dated April 23, 1990 covering fifteen (15) railroad cars, numbered SP 513476-513490, inclusive.

You are hereby authorized to deliver one copy of the Bill of Sale, with filing data noted thereon, following recordation, to the representative of Messrs. Sidley & Austin, who is delivering this letter and said enclosures to you.

McCANN, GARLAND, BIDALL & BURKE

By


Michael J. Woodring

Enclosure

07LT31/67

Interstate Commerce Commission
Washington, D.C. 20423

4/25/90

OFFICE OF THE SECRETARY

Michael J. Woodring
McCann Garland Ridall & Burke
309 Smithfield Street Suite 4000
Pittsburgh, PA. 15222

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 4/25/90 at 2:25pm and assigned recordation number(s).16847

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

BILL OF SALE

RECORDATION NO. **16847**
APR 25 1990 - 2:25 PM
INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS THAT: Gunderson Inc. (the seller), for good and valuable consideration to it paid by Westinghouse Credit Corporation (the Purchaser):

1. Does hereby GRANT, BARGAIN, SELL, ASSIGN, TRANSFER AND SET OVER to the Purchaser, its successors and assigns, all of the Seller's right, title and interest in and to each of the following Items of Equipment as more particularly described in the invoice issued by the Seller to the Purchaser pursuant to the Purchase Order and Assignment of Purchase Order both dated December 12, 1989 TO HAVE AND TO HOLD the same unto the Purchaser, its successors and assigns, forever:

Fifteen (15) Maxi Stack Five Unit Container Cars
lettered and numbered:

SP 513476 thru SP 513490 inclusive.

2. Does hereby WARRANT that it is the lawful owner of said Items of Equipment and has good right to sell the same and that title to each Item of Equipment is on the date hereof free and clear of all claims, liens, security interests and encumbrances of any nature and that the Seller will defend such title.

3. Does REPRESENT that all component parts of each Item of Equipment were new and unused on the date purchased.

IN WITNESS WHEREOF, the Seller has caused this instrument to be executed by its duly authorized officer as of April 17, 1990.



Gunderson Inc.

Howard D. Wright
Assistant Secretary

Steve I. Ballo
Vice President and
Operating Officer



Gunderson Inc

4350 Northwest Front Avenue
Portland Oregon 97210
503 228 9281

April 13, 1990

To whom it may concern:

The attached counterparts, Bill of Sale, pertaining to fifteen (15) Maxi III cars lettered and numbered SP 513476 thru SP 513490, are true and correct original copies.

SUBSCRIBED AND SWORN TO BEFORE ME

THIS 13th DAY OF April, 1990

David M. Emery

Notary Public for Oregon

MY COMMISSION EXPIRES MAY 16TH, 1991